

Exhibit A

Overbid Instructions

IP Assets Auction Bid Instructions

Highest & Best Bid Deadline: November 13, 2024 @ 10:30 am CST

The following will outline the overbid process for the IP Assets Auction being used for the sale of the FSS assets, as per the Bidding Procedures as outlined in the Winddown Order dated entered in the US Bankruptcy Court, Southern District of Texas on September 25, 2024 in the matter of Alexander E. Jones, Case No. 22-33553.

1. This will be a final call for highest and best bids, wherein the Auctioneer and Trustee shall evaluate bids submitted and award the bids to the best single or combination of bids received based on the highest financial benefit to the creditors.
2. In its evaluation of the best combination of bids, the Trustee reserves the right to attribute value to lots based on their projected piecemeal auction value. Any lots 'awarded' on this basis will be sold at the scheduled December 10 auction or such other date as may be determined. Consistent with the Winddown Order, any bids that include components of consideration apart from the cash purchase amounts should quantify the amounts of such consideration in specific dollar amounts with as much specificity as possible and avoiding references to any formulas or other contingencies.
3. Bids will not be accepted on any lots that are contingent upon another lot, however, various group lots have been provided to support combined lot bids. If for instance, you are the high bidder on Lot 3, but only want it if combined with Lots 1 & 2, then you will want to bid on Group 4, as a winning bid for lot 3 would stand regardless of the outcome of other lots you may have bid upon. If you want Lot 3 as part of Group 4 but would also want it if you lost all other lots, then you will want to bid on both Lot 3 and Group 4.
4. As described above, Bidders are urged to submit bids on multiple Lots or Group Lots for the best chances of being awarded lots in this sale.
5. Please note that the winning bidder of equipment will be responsible to remove the equipment from the facilities within 15 days of closing, unless arrangements have been made with the landlord for longer term facility access.
6. Please note that the winning bidder of inventory will be responsible to remove the inventory from the facilities within 15 days of closing, unless arrangements have been made with the landlord or warehouse facility for longer term facility access. This includes inventory located at a third-party warehouse facility in Denver Colorado.
7. Please note that the sale of equipment to a non-IP buyer will exclude any servers or computers which house intellectual property that cannot otherwise be efficiently extracted. This will be determined at Trustee sole discretion, with guidance from its IT consultant.
8. This round of bidding is only open to invited, qualified bidders, and invited bidders are reminded that this bid document, and the auction process are all governed by the non-disclosure agreement entered by the bidder.

Please Email Bids to the Following Parties:

jeff@360assetadvisors.com, ktoney@tranzon.com, edurnil@tranzon.com,
jwolfshohl@porterhedges.com, mdearman@porterhedges.com,
chris@jonesmurray.com, erin.jones@jonesmurray.com

IP Assets Auction Overbid Form

Highest & Best Bid Deadline: November 13, 2024 @ 10:30 am CST

Buyer Name		Buyer Company	
Phone 1		Phone 2	
Address		City	
State/Zip		Email	
Partner *			

Bid Packages

Note: Bids for each package below are non-contingent on winning any other lots. You may bid on multiple packages; We will consider your highest and best package option when evaluating bids.

LOTS	BID
Lot 1a Production IP with Equipment (Building 2 & 3)	\$
Lot 1b Production IP without Equipment	\$
Lot 1c Production Equipment Only (Building 2 & 3)	\$
Lot 2a E-commerce IP with Inventory	\$
Lot 2b E-commerce IP without Inventory	\$
Lot 2c Inventory Only	\$
Lot 3 Domain Names	\$
Lot 4 Contested Domain Names	\$
LOT GROUPS	
Group 1 Production AND E-commerce Intellectual Property Only (Lot 1b & 2b)	\$
Group 2 Production AND E-commerce IP, Equipment & Inventory (Lot 1a & 2a)	\$
Group 3 Domain Names (Lot 3 & 4)	\$
Group 4 All Intellectual Property, Equipment, Inventory & Domains (Lots 1 -4)	\$

I hereby submit my over bid for the Packages above in accordance with the terms and conditions of the bid package and sale order. All bids are irrevocable and final.

X

Name:

Title:

Date: